

**Hearing Date: June 26, 2013 at 10:00 a.m. (ET)**  
**Objection Deadline: June 19, 2013 at 4:00 p.m. (ET)**

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*Counsel to the Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.  
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Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**NOTICE OF DEBTORS' MOTION FOR AN ORDER UNDER  
BANKRUPTCY CODE SECTIONS 105(A) AND 363(B) AUTHORIZING  
THE DEBTORS TO ENTER INTO AND PERFORM UNDER A PLAN  
SUPPORT AGREEMENT WITH ALLY FINANCIAL INC., THE  
CREDITORS' COMMITTEE, AND CERTAIN CONSENTING CLAIMANTS**

**PLEASE TAKE NOTICE** that the undersigned have filed the attached *Motion for an Order Under Bankruptcy Code Sections 105(a) and 363(b) Authorizing the Debtors to Enter Into and Perform Under a Plan Support Agreement with Ally Financial Inc., the Creditors' Committee, and Certain Consenting Claimants* (the "Motion").

**PLEASE TAKE FURTHER NOTICE** that a hearing on the Motion will take place on **June 26, 2013 at 10:00 a.m. (prevailing Eastern Time)** before the Honorable

Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004-1408, Room 501.

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Motion must be made in writing, conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Notice, Case Management, and Administrative Procedures approved by the Bankruptcy Court [Docket No. 141], be filed electronically by registered users of the Bankruptcy Court's electronic case filing system, and be served, so as to be received no later than **June 19, 2013 at 4:00 p.m. (Prevailing Eastern Time)**, upon (a) counsel to the Debtors, Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, NY 10104 (Attention: Gary S. Lee, Lorenzo Marinuzzi, Jennifer L. Marines and James A. Newton); (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attention: Tracy Hope Davis, Linda A. Riffkin, and Brian S. Masumoto); (c) the Office of the United States Attorney General, U.S. Department of Justice, 950 Pennsylvania Avenue NW, Washington, DC 20530-0001 (Attention: US Attorney General, Eric H. Holder, Jr.); (d) Office of the New York State Attorney General, The Capitol, Albany, NY 12224-0341 (Attention: Nancy Lord, Esq. and Enid N. Stuart, Esq.); (e) Office of the U.S. Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attention: Joseph N. Cordaro, Esq.); (f) counsel for Ally Financial Inc., Kirkland & Ellis LLP, 153 East 53rd Street, New York, NY 10022 (Attention: Richard M. Cieri and Ray Schrock); (g) counsel for the committee of unsecured creditors, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the

Americas, New York, NY 10036 (Attention: Kenneth Eckstein and Douglas Mannal);  
(h) counsel for Ocwen Loan Servicing, LLC, Clifford Chance US LLP, 31 West 52nd  
Street, New York, NY 10019 (Attention: Jennifer C. DeMarco and Adam Lesman); (i)  
counsel for Berkshire Hathaway Inc., Munger, Tolles & Olson LLP, 355 South Grand  
Avenue, Los Angeles, CA 90071 (Attention: Thomas Walper and Seth Goldman);  
(j) Internal Revenue Service, P.O. Box 7346, Philadelphia, PA 19101-7346 (if by  
overnight mail, to 2970 Market Street, Mail Stop 5-Q30.133, Philadelphia, PA 19104-  
5016); and (k) Securities and Exchange Commission, New York Regional Office, 3  
World Financial Center, Suite 400, New York, NY 10281-1022 (Attention: George S.  
Canellos, Regional Director).

**PLEASE TAKE FURTHER NOTICE** that if you do not timely file and serve a  
written objection to the relief requested in the Motion, the Bankruptcy Court may deem  
any opposition waived, treat the Motion as conceded, and enter an order granting the  
relief requested in the Motion without further notice or hearing.

Dated: May 23, 2013  
New York, New York

Respectfully submitted,

/s/ Gary S. Lee

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